

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

ABDULLAH ANSARY, derivatively on behalf of
TABLEAU SOFTWARE, INC.,

Plaintiff,

vs.

CHRISTIAN CHABOT, THOMAS E. WALKER
JR., PATRICK HANRAHAN, CHRISTOPHER
STOLTE, FRANCOIS AJENSTAT, FOREST
BASKETT, WILLIAM “BILLY” BOSWORTH,
ELLIOTT “REN” JURGENSEN JR., JOHN
MCADAM, JAY PEIR, and BROOKE SEAWELL,

Defendants,

and

TABLEAU SOFTWARE, INC.,

Nominal Defendant.

Civil Action No. 1:18-cv-01192-LPS

JOINT STIPULATION AND [PROPOSED] ORDER STAYING CASE

Plaintiff Abdullah Ansary (“Plaintiff”) filed the above-captioned derivative action (“Derivative Action”) on behalf of nominal defendant Tableau Software, Inc. (“Tableau”) on August 7, 2018, against defendants Christian Chabot, Thomas E. Walker Jr., Patrick Hanrahan, Christopher Stolte, Francois Ajenstat, Forest Baskett, William “Billy” Bosworth, Elliott “Ren” Jurgensen Jr., John McAdam, Jay Peir, and Brooke Seawell (collectively, the “Individual Defendants,” and together with Tableau, the “Defendants”) (Plaintiff and Defendants are

collectively referred to herein as the “Parties”) alleging violations of Section 14(a) of the Securities Exchange Act of 1934, breach of fiduciary duty, and unjust enrichment.

On August 8, 2018, Tableau was served with process of the summons and complaint filed in the Derivative Action.

On August 29, 2018, the parties entered into a stipulation, which was so ordered by the Court, in which the Individual Defendants accepted service of the summons and complaint and extending the deadline for all Defendants to answer or otherwise respond to the complaint until October 29, 2018.

In addition to the Derivative Action, there is a related federal securities class action pending in the United States District Court for Southern District of New York, captioned *Scheufele, et al. v. Tableau Software, Inc. et al.*, No. 1:17-cv-05753 (the “Securities Class Action”). The allegations in the Derivative Action overlap with those in the Securities Class Action. On March 3, 2018, the defendants in the Securities Class Action filed a motion to dismiss the second amended complaint in that matter, and the motion to dismiss has been fully briefed.

The Parties agree that resolution of the motion to dismiss in the Securities Class Action will inform the manner in which the Derivative Action proceeds. As a result, the Parties agree that that the interests of justice and efficient and effective case management would best be served by temporarily staying the Derivative Action until the resolution of the pending motion to dismiss in the Securities Class Action.

NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by the Parties hereto, through their undersigned counsel, subject to the approval of the Court, as follows:

1. The Derivative Action (including all discovery) shall be stayed until a ruling on the defendants' pending motion to dismiss in the Securities Class Action.

2. Within 30 days after a ruling on the motion to dismiss in the Securities Class Action, the Parties in this Derivative Action will meet and confer in good faith to determine a schedule for future proceedings, and will file with the Court a proposed scheduling order governing further proceedings.

3. Defendants have no obligation to respond to the complaint until after the stay of proceedings is lifted and the Parties have filed with the Court a proposed scheduling order governing further proceedings.

4. Any conference currently scheduled shall be postponed until after the stay of proceedings is lifted.

5. If the parties in the Securities Class Action choose to pursue mediation, Defendants agree to provide Plaintiff in the Derivative Action with reasonable advance notice of the mediation.

6. Defendants agree to provide Plaintiff notice within 30 days after any other related derivative actions are filed in this Court or any other court.

7. Notwithstanding this stay of the Derivative Action, Plaintiff may file an amended complaint, but Defendants shall not be required to respond to any such amended complaint until after the stay of proceedings is lifted and the Parties have filed with the Court a proposed scheduling order governing further proceedings.

8. At any time during which the Derivative Action is stayed pursuant to this Order, any Party may file a motion with the Court seeking to modify the terms of the Order, and that any such motion may be opposed by any other Party.

Dated: October 23, 2018

FARNAN LLP

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Counsel for Plaintiff

Dated: October 23, 2018

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Counsel for Defendants

IT IS SO ORDERED.

DATED: _____, 2018

United States District Court
Judge Leonard P. Stark